

SCHEDULE 4
GOVERNANCE AND REPORTING

Overview	<p>Governance is comprised of governance committees; Change Management Procedures; and reporting.</p> <p>Governance will be organized into two committees: (a) a Payor Steering Committee and (b) a Management Committee. The Management Committee may choose to convene operating committees as needed throughout the Project. AT Home LLC shall be responsible for scheduling all governance meetings, proposing an agenda in advance and circulating notes and follow-ups after. The roles and responsibilities of each committee are detailed below.</p> <p>The Change Management Procedures lay out the process and protocols for implementing changes to the Project detailed in the Agreement. The Change Management Procedures do not apply to program activity not governed by the Agreement, including but not limited to the PSH intervention model.</p> <p>Reports will be comprised of key operational and evaluation interim metrics and will be reviewed by the Payor Steering Committee and the Management Committee to track the Project's progress.</p>
COMMITTEE STRUCTURE	
Payor Steering Committee	<p>Purpose: The Payor Steering Committee provides strategic direction, vision and goals to the Project, and to [PAATH LLC]. The Payor Steering Committee will monitor compliance with the Payor Contracts and the members of the Payor Steering Committee will champion the Project within his/her given organization.</p> <p>Key Responsibilities. The Payor Steering Committee will have the following responsibilities:</p> <ul style="list-style-type: none"> • Provide strategic direction, vision, and goals for PAATH LLC and the Project • Provide leadership to ensure that the goals of the Project are on track or implement corrective actions to bring the Project back on track, at the direction of the Management Committee • Review and approve amendments to the Payor Contracts and other Project agreements, as applicable <p>Participants. The Payor Steering Committee shall be comprised of representatives from each of the Payors with demonstrable interest in achieving the Outcomes. Specifically, there will be the following permanent seats on the Payor Steering Committee:</p> <ul style="list-style-type: none"> • Designee, Austin Public Health Department • Designee, Travis County Justice Planning Department • Designee, Central Health • Designee, Community Care Collaborative • Designee, Episcopal Health Foundation • Executive Director, ECHO • Designee, AT Home LLC

	<p>The Payor Steering Committee representative from AT Home LLC shall have responsibility for scheduling meetings, circulating an agenda in advance, and maintaining a record of meetings.</p> <p>Additional Observation Rights. [AT Home LLC may provide up to two observer seats to Funding Partners of which one seat will be reserved for St. David’s Foundation. Additional observer seats may be added upon approval by the Payor Steering Committee.</p> <p>Meeting Frequency. Semi-annually, and as requested by the Management Committee. Meetings may take place in person or by telephone.</p> <p>Any of the Parties may call for a special Payor Steering Committee meeting with reasonable notice to discuss an urgent matter. The notice for the special Payor Steering Committee meeting shall include the agenda and reason for the special meeting.</p> <p>Reporting. Semi-annually, the Payor Steering Committee will receive a program report, which shall include but is not limited to: Enrollment data and baseline healthcare and criminal justice utilization data.</p>
Management Committee	<p>Purpose. The Management Committee provides direction to ensure members will work within their organizations to implement the Project at highest quality.</p> <p>Key Responsibilities. The Management Committee will have the following responsibilities:</p> <ul style="list-style-type: none"> • Identify and resolve business decisions raised under the Agreement. Amendments to the Agreement require Payor approval and must be forwarded to the Payor Steering Committee. All issues and changes pertaining to <u>Schedule 2</u> (Project Evaluation) must be reviewed and approved by the Evaluator, unless otherwise noted in <u>Schedule 2</u> (Project Evaluation). • Monitor and review reports, defined below • Ensure data flows between the Parties and Evaluator are working as intended per <u>Schedule 2</u> (Project Evaluation) • Establish ad hoc operating committees as necessary • Review and verify Outcome Payment Invoices (<u>Schedule 3</u>); Project Termination Budget (<u>Section 8.2(e)</u>); and Project Announcement (<u>Schedule 5</u>). <p>The Management Committee will identify the policy and contractual issues and/or decisions (such as those related to public disclosure of results of the Agreement, or proposed amendments impacting Project budget or Project size) to raise with the Payor Steering Committee, provided that changes altering the terms of the Agreement are subject to Article VII of the Agreement.</p> <p>Members. The Management Committee shall be comprised of managers from the Project and AT Home LLC as follows:</p> <ul style="list-style-type: none"> • Executive Director, ECHO • Designee, ECHO • Designee, Corporation for Supportive Housing

	<ul style="list-style-type: none"> • Designee, AT Home LLC • Up to 3 designees from Payor Steering Committee <p>AT Home LLC shall have responsibility for scheduling meetings, circulating an agenda in advance, maintaining a record of meetings and ensuring change management procedures are followed. AT Home LLC shall also be responsible for engaging in an informal manner with Management Committee, and shall be the liaison to the Payor Steering Committee.</p> <p>Any member of the Management Committee may request the attendance of the Evaluator at a Management Committee meeting. With reasonable notice of request and consistent with the terms of the Evaluation Agreement, the Evaluator shall attend such Management Committee Meeting.</p> <p>Any member of the Management Committee may also request the attendance of the Service Providers at a Management Committee meeting. With reasonable notice of request and consistent with the terms of the Services Agreements, the Service Providers shall attend such Management Committee meeting.</p> <p>Meeting Frequency. Monthly through the first year of the Project; and at the discretion of the Management Committee thereafter, but no less than quarterly. Meetings may take place in person or by telephone.</p> <p>Any of the members of the Management Committee may call for a special meeting of the Management Committee to discuss an urgent matter. The notice for the special meeting of the Management Committee shall include the agenda and reason for the special meeting.</p> <p>Management Committee may convene a project operating committee to share best practices.</p>
CHANGE MANAGEMENT PROCEDURES	
Overview	<p>There will be a process to coordinate and control any changes to the responsibilities outlined in the project in order to ensure timely response to all proposed changes with input by the appropriate governing committees.</p> <p>Project Change Requests must be submitted in writing to the Management Committee (see <u>Appendix A</u> for a form), together with relevant supporting documentation. The Management Committee will review, classify and respond to Project Change Requests in a timely fashion, including convening interim meetings if required.</p> <p>The Management Committee may approve of changes to the Project and its implementation as specified in the Agreement and Schedules, including changes to extensions of period to meet the Financing Condition, the applicable Cure periods, <u>Schedule 1</u> (Operating Responsibilities), <u>Schedule 2</u> (Project Evaluation), <u>Schedule 4</u> (Governance and Reporting) as related to reporting provisions, and <u>Schedule 5</u> (Publicity).</p> <p>The Payor Steering Committee and the Funding Partners must approve of any changes likely to materially affect the timing or amount of any Outcome Payments such as modifications to the definition of Enrollment; material changes to data or measurement; or significant modifications as to the timing of the Project.</p>

	<p>ECHO may modify service delivery and services to achieve Outcomes without requiring approval of the Management Committee, the Operating Committee or the Payor Steering Committee provided that (a) the core principles and target population remains consistent with original design, including efforts to serve the most vulnerable populations, and (b) any increase in Enrollment beyond targets specified in <u>Schedule 1</u> (Operating Responsibilities) will be subject to Management Committee approval.</p> <p>Amendments to the Agreement which have to be approved by the Payors shall be forwarded to the Payor Steering Committee and cannot be made without prior written consent of the Parties to the Agreement, and otherwise as set forth in Article VII of the Agreement. Any material modification to the obligations of a party to the Agreement shall require the consent of that party. Any change to the Agreement that affects the timing or cost of services to be performed by ECHO and Service Provides is subject to the consent of ECHO.</p>
Process	<p>The Management Committee will convene as needed to review and make a decision on any Project Change Requests. Such decisions or recommendations will be made within the process and timeframe recommended by the Management Committee. Project Change Requests requiring Payor Steering Committee input will be provided to the Payor Steering Committee with a recommendation from the Management Committee in a timely fashion. The Payor Steering Committee will review and make a decision within the timeframe requested in the Project Change Request.</p> <p>The Management Committee will attempt to resolve all issues by unanimous consent. Any issue that the Management Committee cannot resolve by unanimous consent may be shared with the Payor Steering Committee.</p> <p>All decisions will be documented by AT Home LLC in a change summary report which will include the Project Change Request, supporting documentation including notes from the discussion, and the decision with respect to the Project Change Request.</p>
REPORTING	
	Reporting for purposes of project governance will be as follows.

Report Name	Frequency	Distribution	Source
Announcement Strategy	Once, unless modified	Payor Steering Committee and Management Committee	AT Home LLC

Project Overview Materials	Once, unless modified	Payor Steering Committee	Management Committee
Program Report	Semi-annually, in advance of semi-annual Payor Steering Committee meetings	Payor Steering Committee	Management Committee
Outcomes Report	Within 15 days of receipt of each Evaluator Report	Payor Steering Committee and PAATH LLC	AT Home LLC
Outcome Payment Invoice	Within 15 days of receipt of each Evaluator Report	Payor Steering Committee and PAATH LLC	AT Home LLC

Appendix A – Project Change Request Form

[ECHO PAY FOR SUCCESS PROJECT] CHANGE REQUEST FORM					
A. Change Requested					
Title:					
Date Submitted:			Requested Implementation Date:		
Prepared By:			Department / Unit:		Date:
B. Brief Description of Change					
C. Reason/Justification for Change					
D. Impact of Change					
<i>Area(s) Impacted</i>		<i>Provide a Brief Description of Impact (i.e. How, What)</i>			<i>Level of Review Required</i>
<input type="checkbox"/> Evaluation					
<input type="checkbox"/> Finance / Contract					
<input type="checkbox"/> Operations					
<input type="checkbox"/> Other					
Expected Benefits of Change:					
Impact of Not Approving this Change:					
User Notification:					
Were Stakeholders Notified: <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Not Applicable					
E. Decision					
<u>Approve</u>	<u>Disapprove</u>	<u>Pending</u>	<u>Approval Level</u>	<u>Name(s) / Signature(s)</u>	<u>Date</u>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>			
Comments / Concerns:					

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